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Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

2008

Note The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2008, or tax year beginning JUL 1, 2008, and ending JUN 30, 2009

G Check all that apply:  Initial return  Final return  Amended return  Address change  Name change

<b>Use the IRS label</b> <b>Otherwise, print or type.</b> <b>See Specific Instructions</b>	Name of foundation <b>THE HERMITAGE FOUNDATION</b>		<b>A Employer identification number</b> <b>54-0505909</b>		
	Number and street (or P O box number if mail is not delivered to street address) <b>7637 NORTH SHORE ROAD</b>		<b>B Telephone number</b> <b>757-423-2052</b>		
	Room/suite				
	City or town, state, and ZIP code <b>NORFOLK, VA 23505</b>				
<b>H Check type of organization:</b> <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation					
<b>I Fair market value of all assets at end of year</b> <i>(from Part II, col (c), line 16)</i> <b>► \$ 4,685,378.</b>		<b>J Accounting method:</b> <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <b>MODIFIED CASH</b>			
<b>E If private foundation status was terminated under section 507(b)(1)(A), check here</b> ► <input type="checkbox"/> <b>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here</b> ► <input type="checkbox"/>					
<b>Part I Analysis of Revenue and Expenses</b> <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>					
		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received	<b>275,976.</b>			
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	<b>118,310.</b>	<b>118,310.</b>	<b>118,310.</b>	<b>STATEMENT 2</b>
	5a Gross rents	<b>51,615.</b>	<b>51,615.</b>	<b>51,615.</b>	<b>STATEMENT 3</b>
	b Net rental income or (loss)	<b>51,615.</b>			
	6a Net gain or (loss) from sale of assets not on line 10	<b>&lt;402,503.&gt;</b>			<b>STATEMENT 1</b>
	b Gross sales price for all assets on line 6a	<b>1,737,743.</b>			
	7 Capital gain net income (from Part IV, line 2)		<b>0.</b>		
	8 Net short-term capital gain			<b>0.</b>	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	<b>62,058.</b>	<b>0.</b>	<b>62,058.</b>	<b>STATEMENT 4</b>	
12 Total Add lines 1 through 11	<b>105,456.</b>	<b>169,925.</b>	<b>231,983.</b>		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, employees, etc.	<b>64,548.</b>	<b>0.</b>	<b>25,819.</b>	<b>38,729.</b>
	14 Other employee salaries and wages	<b>274,556.</b>	<b>0.</b>	<b>102,249.</b>	<b>172,308.</b>
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees	<b>53,727.</b>	<b>34,750.</b>	<b>18,977.</b>	<b>0.</b>
	17 Interest	<b>21,024.</b>	<b>21,024.</b>	<b>0.</b>	<b>0.</b>
	18 Taxes				
	19 Depreciation and depletion	<b>59,889.</b>	<b>0.</b>	<b>59,889.</b>	
	20 Occupancy	<b>1,649.</b>	<b>0.</b>	<b>0.</b>	<b>1,649.</b>
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	<b>288,402.</b>	<b>0.</b>	<b>50,329.</b>	<b>238,073.</b>
	24 Total operating and administrative expenses Add lines 13 through 23	<b>763,795.</b>	<b>55,774.</b>	<b>257,263.</b>	<b>450,759.</b>
25 Contributions, gifts, grants paid					
26 Total expenses and disbursements. Add lines 24 and 25	<b>763,795.</b>	<b>55,774.</b>	<b>257,263.</b>	<b>450,759.</b>	
27 Subtract line 26 from line 12:	<b>&lt;658,339.&gt;</b>				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		<b>114,151.</b>			
c Adjusted net income (if negative, enter -0-)			<b>0.</b>		

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Form 990-PF (2008)

2008

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing	40,825.	49,572.	49,572.
2	Savings and temporary cash investments	150,139.	347,435.	347,435.
3	Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
4	Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons			
7	Other notes and loans receivable ►			
	Less: allowance for doubtful accounts ►			
8	Inventories for sale or use	614.	456.	456.
9	Prepaid expenses and deferred charges			
10a	Investments - U.S. and state government obligations			
b	Investments - corporate stock	STMT 7	3,336,903.	2,127,022.
c	Investments - corporate bonds	STMT 8	586,565.	509,939.
11	Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
12	Investments - mortgage loans			
13	Investments - other			
14	Land, buildings, and equipment: basis ►	1,941,289.		
	Less accumulated depreciation ►	414,051.	1,537,752.	1,527,238.
15	Other assets (describe ►	STATEMENT 9	132,644.	123,716.
16	Total assets (to be completed by all filers)		5,785,442.	4,685,378.
17	Accounts payable and accrued expenses		1,241.	1,804.
18	Grants payable			
19	Deferred revenue		41,313.	33,088.
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable		289,068.	275,478.
22	Other liabilities (describe ►			
23	Total liabilities (add lines 17 through 22)		331,622.	310,370.
Liabilities	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted		5,195,648.	4,182,763.
25	Temporarily restricted		258,172.	192,245.
26	Permanently restricted			
Net Assets or Fund Balances	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances		5,453,820.	4,375,008.
31	Total liabilities and net assets/fund balances		5,785,442.	4,685,378.

## Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	5,453,820.
2	Enter amount from Part I, line 27a	2	<658,339.>
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	4,795,481.
5	Decreases not included in line 2 (itemize) ► <b>UNREALIZED LOSS ON INVESTMENTS</b>	5	420,473.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,375,008.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES - SUNTRUST			P	VARIOUS	VARIOUS
b PUBLICLY TRADED SECURITIES - S & S 6971-2911			P	VARIOUS	VARIOUS
c PUBLICLY TRADED SECURITIES - S & S 6971-2911			P	VARIOUS	VARIOUS
d PUBLICLY TRADED SECURITIES - S & S 5223-9933			P	VARIOUS	VARIOUS
e PUBLICLY TRADED SECURITIES - S & S 5223-9933			P	VARIOUS	VARIOUS
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 621,224.		761,488.	<140,264.>		
b 185,305.		215,369.	<30,064.>		
c 469,230.		582,893.	<113,663.>		
d 150,373.		172,999.	<22,626.>		
e 311,611.		407,497.	<95,886.>		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			<140,264.>		
b			<30,064.>		
c			<113,663.>		
d			<22,626.>		
e			<95,886.>		
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	<402,503.>	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	<192,954.>	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

N/A

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes  No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2007			
2006			
2005			
2004			
2003			
2 Total of line 1, column (d)			2
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4			8

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.  
See the Part VI instructions.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input checked="" type="checkbox"/> and enter "N/A" on line 1.	1	N/A
Date of ruling letter: _____ (attach copy of ruling letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b	2	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	
3	Add lines 1 and 2		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		
6	Credits/Payments:	6a 6b 6c 6d	
a	2008 estimated tax payments and 2007 overpayment credited to 2008		
b	Exempt foreign organizations - tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments. Add lines 6a through 6d	7	0.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	0.
10	<b>Overpayment</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>		
11	Enter the amount of line 10 to be: <b>Credited to 2009 estimated tax</b> ►	11	Refunded

**Part VII-A Statements Regarding Activities**

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a 1b 1c	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?		X	X
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>				
c	Did the foundation file Form 1120-POL for this year?	X		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:			
(1)	On the foundation. ► \$ 0.	(2)	On foundation managers. ► \$ 0.	
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?			
<i>If "Yes," attach a detailed description of the activities</i>				
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>			
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	N/A		
b	If "Yes," has it filed a tax return on Form 990-T for this year?			
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?			
<i>If "Yes," attach the statement required by General Instruction T</i>				
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:			
<ul style="list-style-type: none"> <li>• By language in the governing instrument, or</li> <li>• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?</li> </ul>				
7	Did the foundation have at least \$5,000 in assets at any time during the year?			
<i>If "Yes," complete Part II, col. (c), and Part XV</i>				
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►			
<b>VA</b>				
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>			
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>			
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>			

**Part VII-A Statements Regarding Activities (continued)**

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)

11   X

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?

12   X

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.HERMITAGEFOUNDATION.ORG

13   X

14 The books are in care of ► THE FOUNDATION Telephone no. ► 757-423-2052  
Located at ► 7637 NORTH SHORE RD., NORFOLK, VA ZIP+4 ► 23505

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 ►  N/A

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
--	-----	----

1a During the year did the foundation (either directly or indirectly):

- (1) Engage in the sale or exchange, or leasing of property with a disqualified person?  Yes  X No
- (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  Yes  X No
- (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  X No
- (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes  X No
- (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?  Yes  X No
- (6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)  Yes  X No

Yes  X No

b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?

N/A ►

1b   X

Organizations relying on a current notice regarding disaster assistance check here

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?

Yes  X No

1c   X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?  Yes  X No

Yes  X No

If "Yes," list the years ► \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_,

b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)  Yes  X No

N/A

2b   X

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here.

Yes  X No

► \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_,

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  Yes  X No

Yes  X No

3b   X

b If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008)  Yes  X No

N/A

3b   X

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  Yes  X No

Yes  X No

4a   X

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?  Yes  X No

Yes  X No

4b   X

**Part VII-B | Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes  No  
 Yes  No  
 Yes  No  
 Yes  No  
 Yes  No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A  
► 

5b

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

Yes  No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If you answered "Yes" to 6b, also file Form 8870.

Yes  No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes  No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

**Part VIII | Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		64,548.	1,680.	912.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

►

0

**Part VIII****Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
<b>NONE</b>		

**Total number of others receiving over \$50,000 for professional services**

►

**0****Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
<b>1 OPERATION AND MAINTENANCE OF AN ART MUSEUM, HISTORIC HOUSE, AND GARDENS FOR THE EDUCATION AND ENJOYMENT OF THE PUBLIC, INCLUDING ART PROGRAMS AND INSTRUCTION.</b>	<b>549,578.</b>
<b>2 SPONSORSHIP OF AUXILIARY ACTIVITIES INCLUDING LECTURES AND RENTAL OF FACILITIES.</b>	<b>26,094.</b>
3	
4	

**Part IX-B Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
<b>1 N/A</b>	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	
<b>Total. Add lines 1 through 3</b>	<b>► 0.</b>

Form 990-PF (2008)

**Part X Minimum Investment Return** (All domestic foundations must complete this part Foreign foundations, see instructions)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	2,983,426.
b Average of monthly cash balances	1b	158,766.
c Fair market value of all other assets	1c	
d <b>Total</b> (add lines 1a, b, and c)	1d	3,142,192.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	3,142,192.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	47,133.
5 <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,095,059.
6 <b>Minimum investment return.</b> Enter 5% of line 5	6	154,753.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ►  and do not complete this part.)

1 Minimum investment return from Part X, line 6	1	
2a Tax on investment income for 2008 from Part VI, line 5	2a	
b Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	
6 Deduction from distributable amount (see instructions)	6	
7 <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	

**Part XII Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	450,759.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	49,375.
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 <b>Qualifying distributions</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	500,134.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	500,134.

**Note** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				0.
2 Undistributed income, if any, as of the end of 2007			0.	
a Enter amount for 2007 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4: ► \$ <u>N/A</u>			0.	
a Applied to 2007, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2008 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling

► 12/04/72

b Check box to indicate whether the foundation is a private operating foundation described in section

 4942(j)(3) or  4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			
(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total

0.	211,813.	154,632.	198,456.	564,901.
----	----------	----------	----------	----------

0.	180,041.	131,437.	168,688.	480,166.
----	----------	----------	----------	----------

500,134.	690,067.	484,908.	536,042.	2,211,151.
----------	----------	----------	----------	------------

0.	0.	0.	0.	0.
----	----	----	----	----

500,134.	690,067.	484,908.	536,042.	2,211,151.
----------	----------	----------	----------	------------

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

103,169.	141,209.	142,314.	132,304.	518,996.
----------	----------	----------	----------	----------

0.
----

0.
----

0.
----

0.
----

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.)****1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

**NONE**

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

**NONE****2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ►  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

**MELANIE MATTHEWES, THE HERMITAGE FOUNDATION, 757-423-2052  
7637 NORTH SHORE ROAD, NORFOLK, VA 23505**

b The form in which applications should be submitted and information and materials they should include:

**INFORMAL LETTER**

c Any submission deadlines:

**NONE**

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

**LOCAL AREA: IN THE FIELD OF ART AND MUSIC**

## Part XV Supplementary Information (continued)

## 3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
NONE				
<b>Total</b>			► 3a	0.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			► 3b	0.

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		(e) Related or exempt function income	
		(a) Business code	(b) Amount		
1 Program service revenue:					
a <b>ADMISSION CHARGES</b>			03	8,875.	
b <b>ART SCHOOL FEES</b>			03	33,367.	
c <b>COMMISSIONS</b>			03	1,028.	
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments				23,240.	
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	118,310.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	51,615.	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					<402,503. >
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a <b>OTHER INCOME (LOSS)</b>			03	<4,452.>	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)			0.	231,983.	<402,503. >
13 Total Add line 12, columns (b), (d), and (e)				13	<170,520. >
(See worksheet in line 13 instructions to verify calculations.)					

**Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**



**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

► Attach to Form 990, 990-EZ, and 990-PF.

OMB No 1545-0047

**2008****Name of the organization****Employer identification number****THE HERMITAGE FOUNDATION****54-0505909****Organization type (check one)****Filers of:****Section:**

Form 990 or 990-EZ

 501(c)( ) (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**. (Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions )

**General Rule**

For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II.

**Special Rules**

For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1 Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than \$1,000 (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of \$5,000 or more during the year ) ► \$ \_\_\_\_\_

**Caution.** Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** answer "No" on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions  
for Form 990. These instructions will be issued separately.

Schedule B (Form 990, 990-EZ, or 990-PF) (2008)

Name of organization

Employer identification number

**THE HERMITAGE FOUNDATION****54-0505909****Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	<b>HERMITAGE FOUNDATION TRUST</b> <b>7637 NORTH SHORE RD</b> <b>NORFOLK, VA 23505</b>	\$ <b>191,060.</b>	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES - SUNTRUST		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
621,224.	761,488.	0.	0.	<140,264. >

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES - S & S 6971-2911		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
185,305.	215,369.	0.	0.	<30,064. >

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES - S & S 6971-2911		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
469,230.	582,893.	0.	0.	<113,663. >

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES - S & S 5223-9933		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
150,373.	172,999.	0.	0.	<22,626.>

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES - S & S 5223-9933		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
311,611.	407,497.	0.	0.	<95,886.>

CAPITAL GAINS DIVIDENDS FROM PART IV 0.

TOTAL TO FORM 990-PF, PART I, LINE 6A <402,503.>

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INVESTMENT INCOME	118,310.	0.	118,310.
TOTAL TO FM 990-PF, PART I, LN 4	118,310.	0.	118,310.

FORM 990-PF

RENTAL INCOME

STATEMENT

3

## KIND AND LOCATION OF PROPERTY

ACTIVITY  
NUMBERGROSS  
RENTAL INCOMEFACILITY FOR SPECIAL EVENTS  
COTTAGE ON MUSEUM PREMISES1  
238,075.  
13,540.

TOTAL TO FORM 990-PF, PART I, LINE 5A

51,615.

FORM 990-PF

OTHER INCOME

STATEMENT

4

## DESCRIPTION

(A)  
REVENUE  
PER BOOKS(B)  
NET INVEST-  
MENT INCOME(C)  
ADJUSTED  
NET INCOMEADMISSION CHARGES  
ART SCHOOL FEES  
COMMISSIONS  
OTHER INCOME (LOSS)  
MEMBERSHIP DUES AND ASSESSMENTS8,875.  
33,367.  
1,028.  
<4,452.>  
23,240.0.  
0.  
0.  
0.  
0.8,875.  
33,367.  
1,028.  
<4,452.>  
23,240.

TOTAL TO FORM 990-PF, PART I, LINE 11

62,058.

0.

62,058.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT

5

## DESCRIPTION

(A)  
EXPENSES  
PER BOOKS(B)  
NET INVEST-  
MENT INCOME(C)  
ADJUSTED  
NET INCOME(D)  
CHARITABLE  
PURPOSESLEGAL & ACCOUNTING FEES  
CUSTODIAL FEES18,977.  
34,750.0.  
34,750.18,977.  
0.0.  
0.

TO FORM 990-PF, PG 1, LN 16C

53,727.

34,750.

18,977.

0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONTRACT SERVICES	43,511.	0.	5,087.	38,424.
INSURANCE	51,924.	0.	290.	51,634.
UTILITIES	37,035.	0.	0.	37,035.
PROMOTIONS & PUBLICITY	35,924.	0.	0.	35,924.
REPAIRS AND MAINTENANCE	2,641.	0.	0.	2,641.
EXHIBITIONS	7,190.	0.	0.	7,190.
STUDENT GRANTS	800.	0.	0.	800.
SPECIAL EVENTS	29,288.	0.	21,917.	7,371.
SECURITY	4,835.	0.	0.	4,835.
COLLECTION AND RESTORATION	14,231.	0.	0.	14,231.
LECTURE FEES AND EXPENSES	13,470.	0.	0.	13,470.
TELEPHONE	5,300.	0.	5,300.	0.
SUPPLIES AND OTHER	42,253.	0.	17,735.	24,518.
TO FORM 990-PF, PG 1, LN 23	288,402.	0.	50,329.	238,073.

FORM 990-PF

CORPORATE STOCK

STATEMENT

7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	2,127,022.	2,127,022.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,127,022.	2,127,022.

FORM 990-PF

CORPORATE BONDS

STATEMENT

8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	509,939.	509,939.
TOTAL TO FORM 990-PF, PART II, LINE 10C	509,939.	509,939.

FORM 990-PF

OTHER ASSETS

STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ART COLLECTION	1.	1.	1.
AUXILIARY AND HISTORIC FILMS	132,643.	123,715.	123,715.
TO FORM 990-PF, PART II, LINE 15	132,644.	123,716.	123,716.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN B. MEEK 7637 NORTH SHORE ROAD NORFOLK, VA 23505	TRUSTEE 5.00	0.	0.	0.
ELEANOR A LEWIS 7637 NORTH SHORE ROAD NORFOLK, VA 23505	SECRETARY AND TRUSTEE 5.00	0.	0.	0.
ELIZABETH F. MELCHOR 7637 NORTH SHORE ROAD NORFOLK, VA 23505	TRUSTEE 5.00	0.	0.	0.
K. MAXWELL DALE 7637 NORTH SHORE ROAD NORFOLK, VA 23505	PRESIDENT AND TRUSTEE 5.00	0.	0.	0.
JOAN D. ATKINSON 7637 NORTH SHORE ROAD NORFOLK, VA 23505	TRUSTEE 5.00	0.	0.	0.
MELANIE MATHEWES 7637 NORTH SHORE ROAD NORFOLK, VA 23505	EXECUTIVE DIRECTOR 40.00	64,548.	1,680.	912.
BARBARA B. LAWS 7637 NORTH SHORE ROAD NORFOLK, VA 23505	TRUSTEE 5.00	0.	0.	0.

## THE HERMITAGE FOUNDATION

54-0505909

BENJAMIN COTTRELL 7637 NORTH SHORE ROAD NORFOLK, VA 23505	TRUSTEE 5.00	0.	0.	0.
ROBERT E. GARRIS, JR 7637 NORTH SHORE ROAD NORFOLK, VA 23505	VICE PRESIDENT AND TRUSTEE 5.00	0.	0.	0.
F. NASH BILISOLY 7637 NORTH SHORE ROAD NORFOLK, VA 23505	TREASURER AND TRUSTEE 5.00	0.	0.	0.
NANCY MARTIN 7637 NORTH SHORE ROAD NORFOLK, VA 23505	TRUSTEE 5.00	0.	0.	0.
CHRISTINE GRIM NEIKIRK 7637 NORTH SHORE ROAD NORFOLK, VA 23505	TRUSTEE 5.00	0.	0.	0.
DONNA D MORRISON 7637 NORTH SHORE ROAD NORFOLK, VA 23505	EX OFFICIO TRUSTEE 5.00	0.	0.	0.
BARBARA HAMM LEE 7637 NORTH SHORE ROAD NORFOLK, VA 23505	TRUSTEE 5.00	0.	0.	0.
KERRY R STOKES 7637 NORTH SHORE ROAD NORFOLK, VA 23505	TRUSTEE 5.00	0.	0.	0.
JAMES A VALONE 7637 NORTH SHORE ROAD NORFOLK, VA 23505	TRUSTEE 5.00	0.	0.	0.
D RICK WYATT 7637 NORTH SHORE ROAD NORFOLK, VA 23505	TRUSTEE 5.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		64,548.	1,680.	912.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

<b>Part II Additional (Not Automatic) 3-Month Extension of Time.</b> Only file the original (no copies needed)		
<b>Type or print</b> File by the extended due date for filing the return. See instructions	Name of Exempt Organization  <b>THE HERMITAGE FOUNDATION</b>	Employer identification number  <b>54-0505909</b>
	Number, street, and room or suite no. If a P O box, see instructions  <b>7637 NORTH SHORE ROAD</b>	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions  <b>NORFOLK, VA 23505</b>	

**Check type of return to be filed** (File a separate application for each return)

<input type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 5227	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990-BL	<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 4720	<input type="checkbox"/> Form 6069	

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

**THE FOUNDATION**

- The books are in the care of ► **7637 NORTH SHORE RD. - NORFOLK, VA 23505**

Telephone No ► **757-423-2052** FAX No. ► \_\_\_\_\_

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box ►  If it is for part of the group, check this box ►  and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **MAY 15, 2010**  
 5 For calendar year \_\_\_\_\_, or other tax year beginning **JUL 1, 2008**, and ending **JUN 30, 2009**  
 6 If this tax year is for less than 12 months, check reason  Initial return  Final return  Change in accounting period  
 7 State in detail why you need the extension \_\_\_\_\_

**INFORMATION NECESSARY TO COMPLETE TAX RETURN IS NOT CURRENTLY AVAILABLE**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a \$ <b>0.</b>
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$ <b>0.</b>
c <b>Balance Due.</b> Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$ <b>0.</b>

**Signature and Verification**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ►

Title ►

Date ►

Form 8868 (Rev. 4-2009)